



# Johnson Matthey

September 22, 2003



Robert M. Talley  
Vice President, General Counsel  
and Secretary

**VIA CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**  
# 7099 3400 0005 5446 1838

Securities and Exchange Commission  
450 Fifth Street, N. W.  
Washington, D. C. 20546

**Re: Johnson Matthey PLC - File No. 82-2272**

Dear Sirs:

Pursuant to Johnson Matthey PLC's undertaking to furnish the Securities Exchange Commission with certain information described in its request for exemption from Section 12(g) of the Securities Exchange Act of 1934, as amended, as more fully set forth in its letter of 28th September 1988, Johnson Matthey hereby submits the following:

**Notification of Major Interests in Shares**  
**Dealings By Directors**  
**Dealings By Directors**

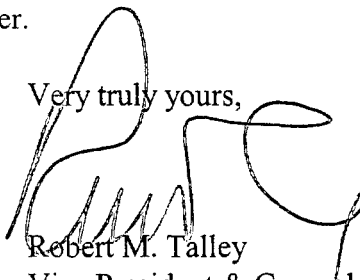
**9 September 2003**  
**9 September 2003**  
**18 September 2003**

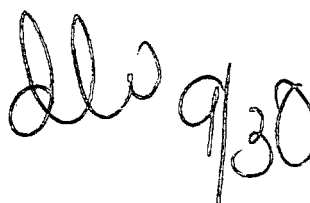
**PROCESSED**  
**OCT 07 2003**  
**THOMSON  
FINANCIAL**

The Company understands that pursuant to Rule 12g3-2(b) the information furnished hereby is not deemed to be "filed" with the Commission and that the furnishing of such information does not constitute an admission for any purpose that the Company is subject to the Act.

If you have any questions concerning the foregoing, please contact me at the address and telephone number indicated on this letter.

Very truly yours,

  
Robert M. Talley  
Vice President & General Counsel



Enclosure

cc: S. A. Farrant (w/o enclosures)  
O:\LG\SEC\SEC092203.DOC

**NORTH AMERICAN CORPORATE**

460 East Swedesford Road, Wayne PA 19087-1880 TEL: (610) 971-3131, FAX: (610) 971-3022

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**Company** Johnson,Matthey PLC  
**TIDM** JMAT  
**Headline** Holding(s) in Company  
**Released** 08:51 9 Sep 2003  
**Number** 5401P



**Johnson Matthey**

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

Name of company	Johnson Matthey plc
Name of shareholder having a major interest	Legal & General Investment Management
Person with holding	As in 2 above
Name of registered holder	HSBC Global Custody Nominee (UK) Ltd
Number of shares/amount of stock acquired	n/a
Percentage of issued class	n/a
Number of shares/amount of stock disposed	623,885
Percentage of issued class	0.28%
Class of security	Ordinary £1 shares
Date of transaction	2/9/2003
Date company informed	3/9/2003
Total holding following this notification	8,819,583
Total percentage holding of issued class following this notification	4.00%
Any additional information	
Name of contact and telephone number for queries	Brigid Conway 0207 269 8461
Name of authorised company	Brigid Conway

official responsible for making  
this notification

**Date of this notification:** 9 September 2003

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**Company** Johnson, Matthey PLC  
**TIDM** JMAT  
**Headline** Director Shareholding  
**Released** 08:57 9 Sep 2003  
**Number** 5396P



Johnson Matthey

## DEALINGS BY DIRECTORS

## FOR IMMEDIATE RELEASE

<b>Name of Company</b>	Johnson Matthey PLC						
<b>Name of Director</b>	L C Pentz						
<b>Person with Holding(s)</b>	L C Pentz						
<b>Registered Holder(s)</b>	T Rowe Price Trust as the Trustee of the Johnson Matthey Salaried Employees Savings Investment Plan (US)						
<b>Connected Person(s)</b>	n/a						
<b>Nature &amp; Extent of transaction</b>	Regular purchase of shares by the Trustee of the US Employee Savings Investment Plan.						
<b>Number of Shares/Amount of stock acquired</b>	18/8/2003 – 146; 8/9/2003 – 59; TOTAL 205						
<b>Percentage of Issued Class</b>							
<b>Number of Shares/Amount of Stock Disposed</b>	n/a						
<b>Percentage of Issued Class</b>							
<b>Class of Security</b>	Ordinary £1 shares						
<b>Price Per Share</b>	18/8/2003 - £9.57; 8/9/2003 - £10.135						
<b>Date of Transaction</b>	18/8/2003 and 8/9/2003						
<b>Date Company Informed</b>	8/9/2003						
<b>Total Holding Following this notification</b>	<table border="0"> <tr> <td><b>Shares</b></td> <td><b>Options</b></td> <td><b>LTIP allocations</b></td> </tr> <tr> <td>8891</td> <td>86230</td> <td>47795</td> </tr> </table>	<b>Shares</b>	<b>Options</b>	<b>LTIP allocations</b>	8891	86230	47795
<b>Shares</b>	<b>Options</b>	<b>LTIP allocations</b>					
8891	86230	47795					
<b>Total Percentage Holding of Issued Class Following this Notification</b>	Less than 0.01%						

**Contact and telephone number for queries:**

B T Conway 020 7269 8461

**Name of authorised company official responsible for making this notification**

B T Conway, 020 7269 8461

**Date of Notification:** 9 September 2003

END

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## Full Text Announcement

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**Company** Johnson,Matthey PLC  
**TIDM** JMAT  
**Headline** Director Shareholding  
**Released** 16:01 18 Sep 2003  
**Number** 9350P



Johnson Matthey

**DEALINGS BY DIRECTORS****Name of Company**

Johnson Matthey PLC

**Name of Director**

C R N Clark  
N A P Carson  
P N Hawker  
D W Morgan  
J N Sheldrick

**Person with holding(s)**

As above

**Registered Holder(s)**

Mourant ECS Trustees Ltd as the Trustee of the Johnson Matthey  
Share Incentive Plan.

**Connected person(s)**

n/a

**Nature & extent of transaction**

Regular monthly acquisition of shares via the Johnson Matthey  
Share Incentive Plan

**Number of shares/amount of stock acquired**

C R N Clark	39
N A P Carson	39
P N Hawker	39
D W Morgan	39
J N Sheldrick	39

**Percentage of issued class**

Less than 0.01%

**Number of shares/amount of stock disposed**

n/a

**Percentage of issued class**

n/a

**Class of security**

Ordinary £1 shares

**Price per share**

£9.95